AMENDMENTS TO THE CLAIMS:

Amend the claims as follows:

Claims 1-79. (Canceled).

80. (Currently Amended) A compound of the formula:

$$Cy - Q^{1} - J^{1} - N \begin{pmatrix} 1 & 4 \\ 4 & 1 \end{pmatrix} - J^{2} - Q^{2} - C - H - OH$$
 (1)

wherein:

Cy is independently a cyclyl group:

Q⁴ is independently a covalent bond or cyclyl leader group:

the piperazin-1.4-divl group is optionally substituted:

J¹ is independently a covalent bond or -C(=O)-;

J² is independently -C(=O)- or -S(=O)₂-;

Q2-is independently an acid leader group:

wherein:

Cy is independently:

C₃₋₂₀carbocyclyl,

C₃₋₂₀heterocyclyl, or

C ₅₋₂₀ aryl;	
and is optionally substituted;	
Q ¹ is independently:	
a covalent bond;	
C ₁₋₇ alkylene; or	
$C_{1.7} alkylene-X-C_{1.7} alkylene, -X-C_{1.7} alkylene, or \ C_{1.7} alkylene-X-, \\$	
wherein X is -O- or -S-;	
and is optionally substituted;	
Q ² is independently:	
C ₄₋₈ alkylene;	
and is optionally substituted;	
and has a backbone length of at least 4 atoms;	
or:	
Q ² is independently:	
———C ₆₋₂₀ arylene;	
$C_{5:20}$ arylene- $C_{1:7}$ alkylene;	

C₁₋₇alkylene-C₅₋₂₀arylene; or,

C₁₋₇alkylene-C₅₋₂₀arylene-C₁₋₇alkylene;

and is optionally substituted;

and has a backbone length of at least 4 atoms;

or a pharmaceutically acceptable salt, solvate, amide, ester, <u>or</u> ether, <u>chemically</u> protected-form, or prodrug thereof.

81. (Currently Amended) A compound according to claim 80, wherein the piperazin-1,4-diyl group is unsubstituted or substituted at one or more of the 2-, 3-, 5-, and 6-positions with C_{1.4}alkyl.

82. (Previously Presented) A compound according to claim 80, wherein: J^1 is a covalent bond; and J^2 is -C(=O)-.

83. (Previously Presented) A compound according to claim 80, wherein: J^1 is - C(=0)-; and J^2 is -C(=0)-.

84. (Previously Presented) A compound according to claim 80, wherein: J^1 is a covalent bond: and J^2 is $-S(=O)_{P^-}$.

Claim 85. (Canceled)

Claim 86. (Canceled)

- 87. (Previously Presented) A compound according to claim 80, wherein Q^1 is independently $C_{1,7}$ alkylene, and is optionally substituted.
- 88. (Previously Presented) A compound according to claim 80, wherein: Q^1 is independently $C_{1.7}$ alkylene, and is optionally substituted; J^1 is independently a covalent bond; J^2 is independently -C(=O)-.
- 89. (Previously Presented) A compound according to claim 80, wherein: Q^1 is independently C_{1-7} alkylene, and is optionally substituted; J^1 is independently -C(=O)-; J^2 is independently -C(=O)-.
- 90. (Previously Presented) A compound according to claim 80, wherein: Q^1 is independently C_{1-7} alkylene, and is optionally substituted; J^1 is independently a covalent bond; J^2 is independently -S(=O)₂-.
- 91. (Previously Presented) A compound according to claim 80, wherein: Q^1 is independently C_{1-7} alkylene, and is optionally substituted; J^1 is independently -C(=O)-; J^2 is independently $-S(=O)_2$ -.
- 92. (Previously Presented) A compound according to claim 80, wherein Q^1 is independently $C_{1:3}$ alkylene, and is optionally substituted.
- 93. (Previously Presented) A compound according to claim 80, wherein Q¹ is independently: C₁₋₇alkylene-X-C₁₋₇alkylene, -X-C₁₋₇alkylene, or C₁₋₇alkylene-X-; wherein X is -O- or -S-; and is optionally substituted.

94. (Previously Presented) A compound according to claim 80, wherein Q¹ is independently: C₁₋₃alkylene-X-C₁₋₃alkylene, -X-C₁₋₃alkylene, or C₁₋₃alkylene-X-; wherein X is -O- or -S-; and is optionally substituted.

95. (Previously Presented) A compound according to claim 80, wherein substituents on Q¹, if present, are independently: halo, hydroxy, ether, C₅₋₂₀aryl, acyl, amino, amido, acylamido, or oxo.

96. (Previously Presented) A compound according to claim 80, wherein substituents on Q^1 , if present, are independently: -F, -Cl, -Br, -I, -OH, -OMe, -OEt, -OPr, -Ph, -NH₂, -CONH₂, or =O.

97. (Previously Presented) A compound according to claim 80, wherein Q¹, if other than a covalent bond, is unsubstituted.

98. (Previously Presented) A compound according to claim 80, wherein Q¹ is independently a covalent bond.

99. (Previously Presented) A compound according to claim 80, wherein: Q^1 is independently a covalent bond; J^1 is independently a covalent bond; J^2 is independently -C(-Q).

100. (Previously Presented) A compound according to daim 80, wherein: Q^1 is independently a covalent bond; J^1 is independently -C(=O)-; J^2 is independently -C(=O)-

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101. (Previously Presented) A compound according to claim 80, wherein: Q^1 is independently a covalent bond; J^1 is independently a covalent bond; J^2 is independently $-S(=O)_{2^{-}}$.

102. (Previously Presented) A compound according to claim 80, wherein: Q^1 is independently a covalent bond; J^1 is independently -C(=O)-; J^2 is independently - S(=O)₂-.

103. (Previously Presented) A compound according to claim 80, wherein Q^2 is independently: C_{4-8} alkylene; and is optionally substituted; and has a backbone length of at least 4 atoms.

104. (Previously Presented) A compound according to claim 80, wherein Q^2 is independently a saturated aliphatic C_{4*8} alkylene group.

105. (Previously Presented) A compound according to claim 88, wherein Q^2 is independently a saturated aliphatic $C_{4:8}$ alkylene group.

106. (Previously Presented) A compound according to claim 89, wherein Q^2 is independently a saturated aliphatic C_{4*8} alkylene group.

107. (Previously Presented) A compound according to claim 90, wherein Q² is independently a saturated aliphatic C_{4.8}alkylene group.

- 108. (Previously Presented) A compound according to claim 91, wherein Q^2 is independently a saturated aliphatic $C_{4.8}$ alkylene group.
- 109. (Previously Presented) A compound according to claim 99, wherein Q^2 is independently a saturated aliphatic C_{4*8} alkylene group.
- 110. (Previously Presented) A compound according to claim 100, wherein Q^2 is independently a saturated aliphatic C_{4-8} alkylene group.
- 111. (Previously Presented) A compound according to claim 101, wherein Q² is independently a saturated aliphatic C_{4.8}alkylene group.
- 112. (Previously Presented) A compound according to claim 102, wherein Q² is independently a saturated aliphatic C₄₋₈alkylene group.
- 113. (Previously Presented) A compound according to claim 80, wherein Q² is independently a saturated linear C_{4.8}alkylene group.
- 115. (Previously Presented) A compound according to claim 80, wherein Q² is independently selected from: -(CH₂)₅-, -(CH₂)₆-, -(CH₂)₇-, and -(CH₂)₈-.

116. (Currently Amended) A compound according to claim 80, wherein Q^2 , is independently: $[[C_{5.20}arylene;\]]C_{5.20}arylene-C_{1.7}alkylene;\ C_{1.7}alkylene-C_{5.20}arylene;\ C_{1.7}alkylene-C_{5.20}arylene-C_{1.7}alkylene;\ or, and is optionally substituted; and has a backbone length of at least 4 atoms.$

Claim 117. (Canceled)

Claim 118. (Canceled)

119. (Previously Presented) A compound according to claim 80, wherein Q^2 , is independently: C_{5-6} arylene- C_{1-7} alkylene; C_{1-7} alkylene- C_{5-6} arylene- C_{1-7} alkylene; and is optionally substituted; and has a backbone length of at least 4 atoms.

120. (Previously Presented) A compound according to claim 80, wherein Q^2 , is independently: phenylene- C_{1-7} alkylene; C_{1-7} alkylene-phenylene; or, C_{1-7} alkylene-phenylene- C_{1-7} alkylene; and is optionally substituted; and has a backbone length of at least 4 atoms.

121. (Previously Presented) A compound according to claim 80, wherein Q², is independently: methylene-phenylene; ethylene-phenylene; phenylene-methylene;

phenylene-ethylene; phenylene-ethenylene; methylene-phenylene-methylene; methylene-phenylene-ethylene; methylene-phenylene-ethenylene; ethylene-phenylene-methylene; ethylene-phenylene-ethenylene; and is optionally substituted; and has a backbone length of at least 4 atoms.

- 122. (Previously Presented) A compound according to claim 88, wherein Q^2 , is independently: methylene-phenylene; ethylene-phenylene; phenylene-methylene; phenylene-ethylene; phenylene-ethylene; methylene-phenylene-ethylene; methylene-phenylene-ethylene; methylene-phenylene-ethylene; methylene; ethylene-phenylene-ethylene; and is optionally substituted; and has a backbone length of at least 4 atoms.
- 123. (Previously Presented) A compound according to claim 89, wherein Q², is independently: methylene-phenylene; ethylene-phenylene; phenylene-methylene; phenylene-ethylene; phenylene-ethylene; methylene-phenylene-methylene; methylene-phenylene-ethylene; methylene-phenylene-ethylene; methylene; ethylene-phenylene-ethenylene; and is optionally substituted; and has a backbone length of at least 4 atoms.
- 124. (Previously Presented) A compound according to claim 90, wherein Q², is independently: methylene-phenylene; ethylene-phenylene; phenylene-methylene; phenylene-ethylene; methylene-phenylene-methylene; methylene-phenylene-ethylene; methylene-phenylene-ethylene; ethylene-phenylene-phenylene-phenylene-phenylene; and is optionally substituted; and has a backbone length of at least 4 atoms.
- 125. (Previously Presented) A compound according to claim 91, wherein Q², is independently: methylene-phenylene; ethylene-phenylene; phenylene-methylene; phenylene-ethylene; methylene-phenylene-methylene; methylene-phenylene-ethylene; methylene-phenylene-ethylene-phenylene-ethylene-phenylene-ethylene-phenylene-ethylene-phenylene-ethylene-phenylene-ethylene-pheny

methylene; ethylene-phenylene-ethylene; ethylene-phenylene-ethenylene; and is optionally substituted; and has a backbone length of at least 4 atoms.

126. (Previously Presented) A compound according to claim 99, wherein Q², is independently: methylene-phenylene; ethylene-phenylene; phenylene-methylene; phenylene-ethylene; phenylene-ethylene; methylene-phenylene-methylene; methylene-phenylene-ethylene; methylene-phenylene-ethylene; methylene; ethylene-phenylene-phenylene-phenylene; and is optionally substituted; and has a backbone length of at least 4 atoms.

127. (Previously Presented) A compound according to claim 100, wherein Q², is independently: methylene-phenylene; ethylene-phenylene; phenylene-methylene; phenylene-ethylene; phenylene-ethylene; methylene-phenylene-methylene; methylene-phenylene-ethylene; methylene-phenylene-ethylene; ethylene-phenylene-phenylene-ethenylene; and is optionally substituted; and has a backbone length of at least 4 atoms.

128. (Previously Presented) A compound according to claim 101, wherein Q^2 , is independently: methylene-phenylene; ethylene-phenylene; phenylene-methylene; phenylene-ethylene; phenylene-ethylene; methylene-phenylene-methylene; methylene-phenylene-ethylene; methylene-phenylene-ethylene; methylene-phenylene-ethylene; and is optionally substituted; and has a backbone length of at least 4 atoms.

- 129. (Previously Presented) A compound according to claim 102, wherein Q^2 , is independently: methylene-phenylene; ethylene-phenylene; phenylene-methylene; phenylene-ethylene; phenylene-ethylene; methylene-phenylene-methylene; methylene-phenylene-ethylene; ethylene-phenylene-phenylene-ethylene; and is optionally substituted; and has a backbone length of at least 4 atoms.
- 130. (Previously Presented) A compound according to claim 120, wherein the phenylene linkage is meta or para.
- 131. (Previously Presented) A compound according to claim 120, wherein the phenylene linkage is meta.
- 132. (Previously Presented) A compound according to claim 120, wherein the phenylene linkage is para.
- 133. (Previously Presented) A compound according to claim 80, wherein Q², is independently:

134. (Previously Presented) A compound according to claim 80, wherein Q², is independently:

135. (Previously Presented) A compound according to claim 80, wherein \mathbf{Q}^2 is substituted

136. (Currently Amended) A compound according to claim 80, wherein substituents on Ω^2 , if present, are independently selected from: (1) ester; (2) amido; (3) acyl; (4) halo; (5) hydroxy; (6) ether; (7) substituted or unsubstituted $C_{1.7}$ alkyl (8) substituted or unsubstituted $C_{5.20}$ aryl; (9) sulfonyl; (10) sulfonamido; (11) amino; (12) morpholino; (13) nitro; and (14) cyano.

137. (Currently Amended) A compound according to claim 80, wherein substituents on Q^2 , if present, are independently selected from:

 $\label{eq:condition} $$(1) - C(=0)OMe, -C(=0)OEt, -C(=0)O(Pr), -C(=0)O(iPr), -C(=0)O(nBu), -C(=0)O(sBu), -C(=0)O(iBu), -C(=0)O(tBu), -C(=0)O(nPe); -C(=0)OCH_2CH_2OH, -C(=0)OCH_2CH_2OMe, -C(=0)OCH_2CH_2OEt;$

(5) -OH:

- (6) -OMe, -OEt, -O(iPr), -O(tBu), -OPh; -OCF₃, -OCH₂CF₃; -OCH₂CH₂OH,
 OCH₂CH₂OMe, -OCH₂CH₂OEt; -OCH₂CH₂NH₂, -OCH₂CH₂NMe₂, -OCH₂CH₂N(iPr)₂;
 OPh, -OPh-Me, -OPh-OH, -OPh-OMe, O-Ph-F, -OPh-CI, -OPh-Br, -OPh-I;
- (7) -Me, -Et, -nPr, -iPr, -nBu, -iBu, -sBu, -tBu, -nPe; -CF₃, -CH₂CF₃; -CH₂CH₂OH, -CH₂CH₂OMe, -CH₂CH₂OEt; -CH₂CH₂NHe, -CH₂CH₂NMe₂, -CH₂CH₂N(iPr)₂; -CH₂-Ph;
 - (8) -Ph, -Ph-Me, -Ph-OH, -Ph-OMe, -Ph-F, -Ph-Cl, -Ph-Br, -Ph-I;
 - (9) -SO₂Me, -SO₂Et, -SO₂Ph;
 - (10) -SO₂NH₂, -SO₂NMe₂, -SO₂NEt₂;
 - (11) -NMe₂, -NEt₂;
 - (12) morpholino:
 - (13) -NO2; and
 - (14) -CN.
- 138. (Previously Presented) A compound according to claim 80, wherein \mathbf{Q}^2 is unsubstituted.
- 139. (Previously Presented) A compound according to claim 80, wherein Q^2 has a backbone of at least 5 atoms.
- 140. (Previously Presented) A compound according to claim 80, wherein Q² has a backbone of at least 6 atoms.

- 141. (Previously Presented) A compound according to claim 80, wherein Cy is independently C₃₋₂₀carbocyclyl; and is optionally substituted.
- 142. (Previously Presented) A compound according to claim 80, wherein Cy is independently C₃₋₂₀carbocyclyl derived from one of the following: cyclopropane, cyclobutane, cyclopentane, cyclohexane, cyclopentene, cyclohexene, norbornane, adamantane, cyclopentanone, and cyclohexanone; and is optionally substituted.
- 143. (Previously Presented) A compound according to claim 80, wherein Cy is independently C₃₋₂₀heterocyclyl; and is optionally substituted.
- 144. (Previously Presented) A compound according to claim 80, wherein Cy is independently C₃₋₂₀heterocyclyl derived from one of the following: piperidine, azepine, tetrahydropyran, morpholine, azetidine, piperazine, imidazoline, piperazinedione, and oxazolinone: and is optionally substituted.
- 145. (Previously Presented) A compound according to claim 80, wherein Cy is independently C₅₋₂₀aryl; and is optionally substituted.
- 146. (Previously Presented) A compound according to claim 80, wherein Cy is independently C₅₋₂₀carboaryl or C₅₋₂₀heteroaryl; and is optionally substituted.
- 147. (Previously Presented) A compound according to claim 105, wherein Cy is independently $C_{5:20}$ carboaryl or $C_{5:20}$ heteroaryl; and is optionally substituted.
- 148. (Previously Presented) A compound according to claim 106, wherein Cy is independently C₅₋₂₀carboaryl or C₅₋₂₀heteroaryl; and is optionally substituted.

- 149. (Previously Presented) A compound according to claim 107, wherein Cy is independently C₅₋₂₀carboaryl or C₅₋₂₀heteroaryl; and is optionally substituted.
- 150. (Previously Presented) A compound according to claim 108, wherein Cy is independently C₅₋₂₀carboaryl or C₅₋₂₀heteroaryl; and is optionally substituted.
- $151. \ (Previously \ Presented) \ A \ compound \ according \ to \ claim \ 109, \ wherein \ Cy \ is \\ independently \ C_{5:20} \ carboaryl \ or \ C_{5:20} \ heteroaryl; \ and \ is \ optionally \ substituted.$
- 152. (Previously Presented) A compound according to claim 110, wherein Cy is independently C₅₋₂₀carboaryl or C₅₋₂₀heteroaryl; and is optionally substituted.
- 153. (Previously Presented) A compound according to claim 111, wherein Cy is independently C_{5:20}carboaryl or C_{5:20}heteroaryl; and is optionally substituted.
- 154. (Previously Presented) A compound according to claim 112, wherein Cy is independently C_{5:20}carboaryl or C_{5:20}heteroaryl; and is optionally substituted.
- 155. (Previously Presented) A compound according to claim 122, wherein Cy is independently C₅₋₂₀carboaryl or C₅₋₂₀heteroaryl; and is optionally substituted.
- 156. (Previously Presented) A compound according to claim 123, wherein Cy is independently $C_{5:20}$ carboaryl or $C_{5:20}$ heteroaryl; and is optionally substituted.
- 157. (Previously Presented) A compound according to claim 124, wherein Cy is independently $C_{5:20}$ carboaryl or $C_{5:20}$ heteroaryl; and is optionally substituted.

158. (Previously Presented) A compound according to claim 125, wherein Cy is independently C_{5.20}carboaryl or C_{5.20}heteroaryl; and is optionally substituted.

159. (Previously Presented) A compound according to claim 126, wherein Cy is independently C₅₋₂₀carboaryl or C₅₋₂₀heteroaryl; and is optionally substituted.

160. (Previously Presented) A compound according to claim 127, wherein Cy is independently $C_{5:20}$ carboaryl or $C_{5:20}$ heteroaryl; and is optionally substituted.

161. (Previously Presented) A compound according to claim 128, wherein Cy is independently C₅₋₂₀carboaryl or C₅₋₂₀heteroaryl; and is optionally substituted.

162. (Previously Presented) A compound according to claim 129, wherein Cy is independently C_{5:20}carboaryl or C_{5:20}heteroaryl; and is optionally substituted.

163. (Previously Presented) A compound according to claim 80, wherein Cy is independently C₅₋₂₀aryl derived from one of the following: benzene, pyridine, furan, indole, pyrrole, imidazole, pyrimidine, pyrazine, pyridizine, naphthalene, quinoline, indole, benzimidazole, benzothiofuran, fluorene, acridine, and carbazole; and is optionally substituted.

164. (Previously Presented) A compound according to claim 80, wherein Cy is independently an optionally substituted phenyl group.

165. (Previously Presented) A compound according to claim 80, wherein Cy is optionally substituted with one or more substituents selected from:

	(1) ester;
	(2) amido;
	(3) acyl;
	(4) halo;
	(5) hydroxy;
	(6) ether;
	(7) substituted or unsubstituted $C_{1.7}$ alkyl;
	(8) substituted or unsubstituted $C_{5:20}$ aryl;
	(9) sulfonyl;
	(10) sulfonamido;
	(11) amino;
	(12) morpholino;
	(13) nitro; and
	(14) cyano.
166.	(Currently Amended) A compound according to claim 80, wherein Cy is
optionally su	ubstituted with one or more substituents selected from:

- (1) -C(=0)OMe, -C(=0)OEt, -C(=0)O(Pr), -C(=0)O(iPr), -C(=0)O(nBu), -C(=0)O(sBu), -C(=0)O(iBu), -C(=0)O(tBu), -C(=0)O(nPe); -C(=0)OCH₂CH₂OH, -C(=0)OCH₂CH₂OMe, -C(=0)OCH₂CH₂OEt;
 - (2) -(C=O)NH₂, -(C=O)NMe₂, -(C=O)NEt₂, -(C=O)N(iPr)₂, -(C=O)N(CH₂CH₂OH)₂;
 - (3) -(C=O)Me, -(C=O)Et, -(C=O)-cHex, -(C=O)Ph;
 - (4) -F, -Cl, -Br, -I;
 - (5) -OH:
- (6) -OMe, -OEt, -O(iPr), -O(tBu), -OPh; -OCF₃, -OCH₂CF₃; -OCH₂CH₂OH, OCH₂CH₂OMe, -OCH₂CH₂OEt; -OCH₂CH₂NH₂, -OCH₂CH₂NMe₂, -OCH₂CH₂N(iPr)₂; -OPh, -OPh-OH, -OPh-OMe, O-Ph-F, -OPh-CI, -OPh-Br, -OPh-I;
- (7) -Me, -Et, -nPr, -iPr, -nBu, -iBu, -sBu, -tBu, -nPe; -CF₃, -CH₂CF₃; -CH₂CH₂OH, -CH₂CH₂OMe, -CH₂CH₂OEt; -CH₂CH₂NHe₂, -CH₂CH₂NMe₂, -CH₂CH₂N(iPr)₂; -CH₂-Ph;
 - (8) -Ph, -Ph-Me, -Ph-OH, -Ph-OMe, -Ph-F, -Ph-Cl, -Ph-Br, -Ph-I;
 - (9) -SO₂Me, -SO₂Et, -SO₂Ph;
 - (10) -SO₂NH₂, -SO₂NMe₂, -SO₂NEt₂;
 - (11) -NMe2, -NEt2;
 - (12) morpholino:
 - (13) -NO2; and

(14) -CN.

167. (Currently Amended) A compound according to claim 80, selected from the following compounds, and pharmaceutically acceptable salts, solvates, amides, esters, and ethers, chemically protected forms, and prodrugs thereof:

$$C_{i} = \bigcup_{N = 0}^{C_{i}} N - \bigcup_{N = 0}^{N} \bigcup_{N = 0}^{N} \bigcup_{N = 0}^{N} N_{i} \cap H$$

168. (Previously Presented) A composition comprising a compound according to claim 80 and a pharmaceutically acceptable carrier.

169. (Previously Presented) A method inhibiting HDAC in a cell comprising said cell with an effective amount of a compound according to claim 80.

170. (Previously Presented) A method for the treatment of a condition mediated by HDAC comprising administering to a subject suffering from a condition mediated by HDAC a therapeutically-effective amount of a compound according to claim 80.

171. (Previously Presented) A method for the treatment of a proliferative condition comprising administering to a subject suffering from a proliferative condition a therapeutically-effective amount of a compound according to claim 80.

172. (Previously Presented) A method for the treatment of cancer comprising administering to a subject suffering from cancer a therapeutically-effective amount of a compound according to claim 80.

173. (Previously Presented) A method for the treatment of psoriasis comprising administering to a subject suffering from psoriasis a therapeutically-effective amount of a compound according to claim 80.